

Section/Subsection:	<b>By-Laws</b>			
Procedure Title:	<b>By-Laws of Concord Baptist Church</b>			
Section No. 030	Subsection No. 000	Procedure No. 00	Issue Date 02/20/2011	Revision Date 02/20/2011

## By-Laws of Concord Baptist Church of Silver City Inc.

These Bylaws of are adopted in accordance with and subject to the Constitution of Concord Baptist Church of Silver City Inc., hereinafter referred to as the "This Church," so that there might be orderly organization and administration of This Church.

### Article 1. Church Membership

The following is the Membership Covenant. All members are expected to agree with and support this Membership Covenant as a condition for continuing membership in This Church.

**1.1** The membership of This Church shall consist of persons who confess Jesus Christ as Savior and Lord and have been baptized by immersion in keeping with Baptist doctrine. The membership reserves the exclusive right to determine who shall be members of This Church and the conditions of membership in accordance with the Constitution and By-Laws of This Church and with the membership herein.

**1.1.1 Reception of new members.** Any person may become a candidate for membership in This Church. All candidates for membership shall be presented to This Church at any regular Church service in any of the following ways:

**1.1.1.1** By baptism by immersion on repentance of sin and profession of faith.

**1.1.1.2** By promise of letter from another Southern Baptist Church.

**1.1.1.3** By statement of prior conversion and baptism by immersion when no letter is obtainable from another Baptist Church.

**1.1.1.4** By statement of prior conversion and baptism by immersion from another church of like faith and order.

**1.1.1.5** By restoration as provided in Article 1, 1.1.4.3.

**1.1.2 Rights of Members.** Every member of This Church is entitled to all the rights and privileges of membership including, but not limited to, the right to vote at all elections and on all questions submitted to This Church in Church Conference, provided the member is present.

**1.1.3 Termination of Membership.** Membership shall be terminated in the following ways:

**1.1.3.1** By transfer of letter to another Southern Baptist Church.

**1.1.3.2** By joining a church of different faith and order.

**1.1.3.3** By disciplinary action of This Church as provided in Article 1, 1.1.4.2

**1.1.3.4** By personal request in writing.

**1.1.4 Discipline of Members.**

**1.1.4.1** It shall be the practice of This Church to emphasize to its members that every reasonable measure will be taken to assist any errant member. The Pastor, other members of the church staff and the deacons are available for counsel or guidance. The attitude of members toward one another shall be guided by a concern for redemption rather than discipline.

**1.1.4.2** Should some serious condition exist which could cause a member to become a liability to the general welfare of This Church, the guidelines set forth in Matthew 18:15-17 shall be

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followed. Should the matter not be resolved, the matter shall be taken to the Pastor in writing. The Pastor and the deacons shall take every reasonable measure to resolve the problem in accord with Matthew 18:15-17. If it becomes necessary for This Church to take action to exclude a member, a two-thirds (2/3) vote of the members present and voting at Church Conference is required. All such proceedings shall be pervaded by a spirit of Christian kindness and forbearance.

**1.1.4.3** This Church may restore to membership any previous Church member by vote of This Church upon evidence of that person's testimony of repentance.

## **Article 2. Church Organization**

### **2.1 Definition.**

**2.1.1** "This Church" is the group composed of those whose names appear on the membership rolls of This Church.

**2.1.2** Business Meeting is any meeting of all or any portion of This Church's membership in which decisions are made on behalf of This Church, granted this assembled body has been recognized and been given authority to make said decision. This definition includes meetings like Church Conference, Church Council and Deacons meetings. It would not include committee meetings and other working groups.

**2.1.3** Church Staff is all paid staff including ministry and support positions.

**2.1.4** Ministry Staff is all paid staff in which "Minister" is in the title of the job description at the time of hiring or promotion. This includes ordained and lay ministers.

**2.1.5** Support Staff is all paid non-ministry staff positions.

**2.2 Worship.** This Church shall meet regularly for worship.

### **2.3 Ordinances.**

**2.3.1 Baptism.** This Church shall receive for baptism any person who has received Jesus Christ as Saviour by personal faith, who professes Him publicly at any worship service and indicates a commitment to follow Christ as Lord.

**2.3.1.1** Baptism shall be by immersion in water.

**2.3.1.2** The Pastor, or whomever the Pastor shall authorize, shall administer baptism.

**2.3.1.3** Baptism shall be administered as an act of worship during any worship service of This Church.

**2.3.2 The Lord's Supper.** This Church shall observe the Lord's Supper at least quarterly.

**2.3.2.1** Should there be dual morning services, the Lord's Supper will be observed at each service.

**2.3.2.2** The Pastor and deacons, or whomever the Pastor shall authorize, shall administer the Lord's Supper.

**2.3.2.3** The deacons are responsible for the physical preparations.

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**2.4 Business.**

**2.4.1 Regular Business Meetings.** This Church shall hold regular business meetings, hereinafter referred to as Church Conference, once a quarter on a designated Sunday and at a designated time.

**2.4.2 Member Presentation.** The Pastor, or whomever he should designate, shall present to This Church any person seeking membership under Article 1, 1.1.1. Upon proper motions the membership will vote to accept the new member.

**2.4.3 Special Business Meetings.** This Church may conduct a called Church Conference to consider matters of special nature and significance. A one-week notice must be given for the specially called Church Conference unless extreme urgency renders such notice impractical. The notice shall include the subject, the date, time and place; and it must be made in a regular worship service.

**2.4.4 Quorum and Passage.** Unless otherwise specified in these By-Laws, the quorum consists of those members who attend any Church Conference, provided it is a stated meeting or one that has been properly called. Unless otherwise stated an affirmative vote of two thirds (2/3) of those present and voting is required to pass any measure brought before This Church at any business meeting of This Church.

**2.4.5 Parliamentary Rules.** The latest edition of the Roberts Rules of Order Newly Revised is the authority for the parliamentary rules of procedure for all meetings of This Church and committee meetings.

**2.5 Officers of This Church.** This Church's officers fulfill needed duties for the congregation as well as serve in a legal capacity on behalf of This Church. Officers include the Pastor, Clerk, Treasurer, Deacons, and Trustees.

**2.5.1 Pastor.**

**2.5.1.1 Duties.** The Pastor shall have general leadership and oversight of the spiritual welfare of This Church.

**2.5.1.1.1** The Pastor is the chief administrator of This Church and staff which shall look to him for leadership, counsel, and guidance in all matters of staff operation. Final decisions over staff operations and regular office operations shall be the Pastor's prerogative. This shall not preclude the creation of an "Administrative Minister/Pastor position in This Church should that need arise.

**2.5.1.2 Qualifications.** The qualifications and other duties and responsibilities of the Pastor and all other information concerning Pastors, including interim Pastors, shall be set forth in the Policies and Procedures Manual.

**2.5.1.3 Election.**

**2.5.1.3.1** The Pastor is elected by acceptance of a call extended from the congregation.

**2.5.1.3.2** A vote by ballot is to be taken at a special called Church Conference, as set forth in Article 2, 2.4.3, for the purpose of extending a call to a pastor candidate.

**2.5.1.3.3** A seventy five (75) percent affirmative vote of those members present and voting shall constitute a call.

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**2.5.1.4 Termination.**

**2.5.1.4.1** Should some serious condition exist which would cause a member to question the Pastor's leadership or performance, the guidelines set forth in Matthew 18:15-17 shall be followed. Should the matter not be resolved the matter shall be taken to the deacon body in writing. The deacons shall take every reasonable measure to work with the Pastor to resolve the issue in accord with Matthew 18:15-17.

**2.5.1.4.2** Should the deacons and Pastor not find a resolution, the deacons shall bring the issue with a recommendation to This Church at a special called Church Conference. The recommendation may or may not include a call for termination.

**2.5.1.4.3** A three fourths (3/4) affirmative vote, by ballot, is required to pass the deacons recommendation.

**2.5.2 Moderator.**

**2.5.2.1 Duties.** The moderator will conduct all regular and special called Church Conference and other business meetings of This Church. The moderator has the responsibility of ensuring that these meetings follow This Church's parliamentary rules of procedure.

**2.5.2.2 Election / Selection.**

**2.5.2.2.1** The Pastor will serve as the Moderator.

**2.5.2.2.2** The Pastor may select a Moderator Pro Tem.

**2.5.2.2.3** In the event the Pastor cannot be present and has not selected a Moderator Pro Tem, the most senior deacon body officer will serve as Moderator Pro Tem or preside over nomination and election of a Moderator Pro Tem from those members in attendance.

**2.5.3 Deacons.** This Church shall have a Deacon Body. The body shall be elected by This Church and shall serve at the pleasure of This Church.

**2.5.3.1** The qualifications for the office of deacon, scripturally and constituted, the procedure for election, and the duties and responsibilities of deacons and all other information concerning deacons shall be set forth in the duly adopted Deacon's Manual of the Policies and Procedures, which shall be prepared and maintained by the deacon body and shall be included in the Church Policies and Procedures Manual..

**2.5.4 Clerk.** The Clerk maintains Church records with conference minutes, membership rolls, financial reports and all other official Church documents.

**2.5.4.1 Duties.**

**2.5.4.1.1** To keep the minutes of all Church business meetings. To present the minutes for acceptance at the next scheduled business meeting.

**2.5.4.1.2** Once approved the minutes will be maintained in a locked, fire-rated, file cabinet or safe on the premises of This Church at all times.

**2.5.4.2 Qualifications.**

**2.5.4.2.1** The Clerk must be a member of This Church.

**2.5.4.3 Selection and Election.**

**2.5.4.3.1** The Clerk is selected by a proper motion from the Nominating Committee, or by proper motion from any member from the floor and then by ballot or vote at Church Conference.

**2.5.4.3.2** In the event the Clerk cannot be present the Moderator may select a volunteer from the membership in attendance to serve as a Clerk Pro Tem.

**2.5.4.4 Termination.**

**2.5.4.4.1** The Clerk shall serve for one (1) year.

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**2.5.4.4.2** The Clerk shall be eligible for re-election each year.

**2.5.4.5 Vacancies.**

**2.5.4.5.1** In case of vacancy or incapacity to serve, This Church will elect a new Clerk.

**2.5.5 Trustees.** The Trustees affix their signatures to legal documents involving sale, lease, mortgage, purchase, rental, or other documents requiring signatures of This Church's officials. They have no authority to buy, sell, mortgage, lease, or transfer any property without specific vote of This Church at a Church Conference meeting authorizing such action.

**2.5.5.1 Qualifications.**

**2.5.5.1.1** Must be a member of This Church to serve as a Trustee.

**2.5.5.2 Duties.**

**2.5.5.2.1** The Trustees shall execute any legally binding contracts or agreements on behalf of This Church as This Church authorizes.

**2.5.5.3 Selection and Election.**

**2.5.5.3.1** There shall be a minimum of six (6) Trustees.

**2.5.5.3.2** The Trustees are selected by a proper motion from the Nominating Committee, or by proper motion from any member from the floor and then by ballot or vote at Church Conference.

**2.5.5.4 Termination.**

**2.5.5.4.1** The Trustees shall serve on a rotational term basis. For each fiscal year, one third (1/3) of trustees' terms shall expire.

**2.5.5.4.2** After serving a three year term, a trustee shall be eligible for reelection only after the lapse of at least one (1) year.

**2.5.5.5 Vacancies.**

**2.5.5.5.1** In case of vacancy or incapacity to serve, This Church may elect a trustee to fill the unexpired term.

**2.5.6 Treasurer.** The Treasurer is responsible for an accounting of all money received, preserved, and disbursed.

**2.5.6.1 Qualifications.**

**2.5.6.1.1** Must be a member of This Church to serve as Treasurer.

**2.5.6.2 Duties.**

**2.5.6.2.1** To direct and oversee all financial accounts of This Church.

**2.5.6.2.2** To ensure that all accounting practices of This Church fall within generally accepted accounting practices (GAAP) and guidelines as set forth in the Policies and Procedures Manual

**2.5.6.3 Selection and Election.**

**2.5.6.3.1** The Treasurer is selected by a proper motion from the Nominating Committee, or from any member from the floor at Church Conference meeting, then by ballot or vote at any Church Conference.

**2.5.6.4 Termination.**

**2.5.6.4.1** The Treasurer shall serve for one (1) year.

**2.5.6.4.2** The Treasurer shall be eligible for re-election each year.

**2.5.6.5 Vacancies.**

**2.5.6.5.1** In case of vacancy or incapacity to serve, This Church will elect a new treasurer.

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**2.6 Church Staff.**

**2.6.1 Hiring.**

**2.6.1.1** All church staff positions, except for the Pastor, shall be filled by the Personnel Committee and the Pastor, with the Pastor seeking the counsel of the deacon body.

**2.6.1.2** All ministry staff positions shall be authorized by vote of This Church at any Church Conference.

**2.6.2 Reporting.** All persons employed in any way by This Church, will report directly to the Pastor or designated director.

**2.6.3 Termination.** The Personnel Committee, upon recommendation of the Pastor, shall have complete authority to terminate any employee, except the Pastor, at any time for any cause.

**2.6.4** All other personnel guidelines, policies, and procedures that pertain to This Church's staff shall be detailed in the Policies and Procedures Manual.

**2.7 Church Structure.**

**2.7.1 Definitions**

**2.7.1.1** Active Church Member or Active Member. Any member of This Church that has been a member of This Church for at least 1 year and has been contributing to This Church over the preceding six (6) months. This definition is solely for purposes evaluating qualifications for service in this section, Article 2, 2.7, and is not intended for purposes of qualifying Church membership or purging of membership rolls.

**2.7.1.2** Administrative Policy Document. A formal document used to outline and describe the organizational structure, policies and procedures of an authorized Non-standing committee of This Church. This document once duly authorized becomes a component of the Policies and Procedures Manual.

**2.7.2 Committees.**

**2.7.2.1 Membership.** All Church Committee members shall be an Active Member and nominated by the Nominating Committee, or by nomination from the floor of any Church Conference, and elected by vote of This Church. Newly elected officers and committee members begin their service on the first day of This Church's fiscal year.

**2.7.2.2 Organization and Authority.**

**2.7.2.2.1** At the first meeting of each Church fiscal year the committee shall elect/re-elect a "Chairman", who will also serve as moderator, and a "Secretary" to keep the minutes.

**2.7.2.2.2** The latest edition of the Roberts Rules of Order Newly Revised is the authority for the parliamentary rules of procedure for all committee meetings.

**2.7.2.2.3** No single member has authority to make decisions for or act for the committee on their own. All matters for the committee are to be taken before the committee for action or recommendation. The Financial Policies and Procedures may allow for a single committee member to approve appropriate disbursements, to be charged against approved budgeted expenses, if that committee has responsibility over a portion of the budget.

**2.7.2.2.4 Ex-Officio Membership and Attendance.**

**2.7.2.2.4.1** The Pastor shall be, by virtue of his office, an ex-officio member, with voting rights, of all committees and organizations of This Church and shall be notified of their meetings. The Pastor is not required to attend meetings. He may, at his discretion, attend those meetings where and when he feels his leadership may be needed.

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**2.7.2.2.4.2** The Financial Secretary shall be an ex-officio member, without voting rights, of the Finance Committee. The Financial Secretary may give counsel to the committee as necessary. The Financial Secretary should attend all meetings of the Finance committee.

**2.7.2.2.4.3** The Preschool Director shall be an ex-officio member, without voting rights, of the Preschool committee. The Preschool Director may give counsel to the committee as necessary. The Preschool Director should attend all meetings of the Preschool committee.

**2.7.2.2.4.4** All other staff positions that, by virtue of the position or office, are ex-officio members of committees or groups, are by default ex-officio without voting rights unless granted by a duly authorized Policy and Procedure document adopted by This Church during Church Conference.

**2.7.2.3 Standing Committees.**

**2.7.2.3.1** These are committees that are a permanent part of This Church's organizational structure. They are necessary to normal business operations of This Church. The committee shall be comprised of a minimum of six (6) voting members. The Committee members shall serve on a three (3) year rotating term with one-third (1/3) members expiring each year. Specific duties shall be detailed in the Policies and Procedures Manual.

**2.7.2.3.2** Removal or addition of Standing Committees are achieved by the amendment procedure prescribed within these By-Laws.

**2.7.2.3.3** Committee members are elected first by recommendation from the Nominating committee or by proper motion from the floor by any member during Church Conference. Then by vote to be taken during the last normally scheduled Church Conference of This Church's fiscal year. Nominees are to be Active Church Members at the time of nomination.

**2.7.2.3.4** Whenever a committee member no longer meets the definition of Active Church Member the position is deemed to be vacated.

**2.7.2.3.5** Whenever a vacancy occurs during This Church's fiscal year, a committee member shall be elected to serve out the term of the vacated member. The election process is the same with the exception that the vote may occur at any scheduled Church Conference. If the term is less than one year, the committee member shall be eligible to be re-elected for the next Church fiscal year.

**2.7.2.3.6** A Quorum will consist of a two-thirds (2/3) majority of all committee members.

**2.7.2.3.7** No member may serve on more than one standing committee at any time unless required by member's elected position. A person may serve on other Non-Standing committees. Once a committee member's term expires the member is not eligible to serve on the same committee for one (1) year.

**2.7.2.3.8** The following shall be "Standing" committees:

**2.7.2.3.8.1** Finance Committee

**2.7.2.3.8.2** Nominating Committee

**2.7.2.3.8.3** Personnel Committee

**2.7.2.3.8.4** Policies and Procedures Committee

**2.7.2.3.8.5** Preschool Committee

**2.7.2.3.8.6** Building and Grounds Committee

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**2.7.2.4 Non-Standing Committees**

**2.7.2.4.1** These committees, and their accompanying Administrative Policy Document, are completely authorized, commissioned, governed, and decommissioned by vote of both Church Council and deacons during any regular Church Council and deacons meeting.

**2.7.2.4.2** Members are elected first by a proper motion from the Nominating Committee, or by a proper motion from any Church Council member during any Church Council meeting then by vote to be taken during the same or any scheduled Church Council meeting.

**2.7.2.4.3** Nominees are to be Active Church Members at the time of nomination.

**2.7.2.4.4** Once elected to a committee, should a member become inactive, the position is deemed to be vacated.

**2.7.2.4.5** The appropriate number of members will be set forth in the Administrative Policy Document.

**2.7.2.4.6** Term limits, if any, are to be set forth in the Administrative Policy Document for that committee.

**2.7.2.4.7** Specific duties shall be set forth in the Administrative Policy Document.

**2.7.2.4.8** The Administrative Policy Document will be presented to the Church Council by proper motion, and voted on during any Church Council meeting

**2.7.2.4.9** Once accepted the Administrative Policy is to then be published in the Policies and Procedures Manual.

**2.7.2.4.10** Should a committee no longer meet the mission, needs, or direction of This Church it may be decommissioned by proper motion and vote by Church Council.

**2.7.3 Church Council**

**2.7.3.1 Definition.** The principle function of the council is to assist This Church in determining its course and coordinating and facilitating its work, meeting on a monthly basis.

**2.7.3.2 Membership.** The Church Council shall be comprised of the following:

**2.7.3.2.1** Pastor

**2.7.3.2.2** Deacons

**2.7.3.2.3** Trustees

**2.7.3.2.4** Treasurer

**2.7.3.2.5** Church Clerk

**2.7.3.2.6** Preschool Director

**2.7.3.2.7** Program Directors

**2.7.3.2.8** Church Staff

**2.7.3.2.9** Chairpersons of any Standing Committees

**2.7.3.2.10** Chairpersons of any Non-Standing committees or other teams formed under the authority of This Church or Church Council.

**2.7.3.3 Organization and Authority**

**2.7.3.3.1** The Chairman of the Church Council will be the Pastor.

**2.7.3.3.2** Only Church Council members who are members of This Church shall have voting rights. Any non-member Church Council members will serve in a reporting and advisory role only.

**2.7.3.3.3** The Church Council is empowered to form Non-Standing Committees or other teams. These groups are to be formed in accordance with Article 2, 2.7.2.

**2.7.3.3.4** The duties of the Church Council include, but are not limited to, helping This Church fulfill its mission by defining its priorities; coordinate studies of Church and community needs;

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recommend to This Church coordinated plans for evangelism, missions, Christian development, worship, stewardship, and ministry; coordinate This Church's schedule of activities, special events, and use of facilities; and evaluate progress and the priority use of This Church's resources.

**2.7.3.3.5** All matters agreed upon by the Church Council that calls for action not already approved by This Church shall be referred to This Church for approval or disapproval in Church Conference.

### **Article 3. Church Finance**

#### **3.1 Definitions**

**3.1.1** GAAP Generally Accepted Accounting Principles.

**3.1.2** FASAB The Federal Accounting Standards Advisory Board. The Federal Accounting Standards Advisory Board is the body that establishes Generally Accepted Accounting Principles (GAAP).

**3.1.3** AICPA – American Institute of Certified Public Accountants. The AICPA recognizes the FASAB as the body that establishes GAAP.

#### **3.2 Budget**

**3.2.1** The Finance committee, in consultation with the deacons, shall prepare and submit to This Church for approval an inclusive budget, indicating by items the amount needed and sought, for all expenses.

**3.2.2** It is understood that membership in This Church involves financial obligation to support This Church and its causes with tithes and offerings. Annually there shall be an opportunity provided to secure worthy commitments of financial support for This Church.

#### **3.3 Accounting Procedures and Practice**

**3.3.1** A system of accounting that will adequately provide for the handling of all funds shall be the responsibility of the Finance Committee. Such system will be in keeping with GAAP

**3.3.2** All funds received for any and all purposes shall pass through the office of This Church's Financial Secretary, and be properly recorded on the books of This Church.

**3.3.3** Those who have the responsibility that involves actual handling of funds shall be bonded, with This Church paying for the bond.

#### **3.4 Financial Reporting**

**3.4.1** An external auditor shall audit This Church's financial records every three (3) years.

**3.4.2** An update of This Church's finances will be presented to This Church at each Church Conference. Upon acceptance and approval of each report, the records shall be delivered to the Church Clerk, who shall keep and preserve the reports as a part of the permanent records of This Church.

#### **3.5 Fiscal Year**

**3.5.1** The fiscal year shall run concurrently with This Church's year, which begins on September 1 and ends on August 31.

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#### **Article 4. Indemnification of Officers and Others**

**4.1** The Church presumes that all members who serve as officers, trustees, staff, committee members and others who serve in any capacity, that upon acceptance of that role, will always make a good faith effort to act in the best interest of This Church and its mission.

**4.2** Given that the member serving in these capacities has always acted in good faith in the best interest of This Church, This Church shall indemnify the member serving, past or present, against any expense, fine, penalty, cost, or suit except in relation to matters in which the member has been found liable due to negligence or misconduct.

#### **Article 5. Church Policies and Procedures Manual**

**5.1** This Church's "Policies & Procedures Manual" shall be composed of these major elements:

**5.1.1** The Constitution

**5.1.2** The Bylaws

**5.1.3** The Deacon Manual

**5.1.4** The Personnel Handbook

**5.1.5** Administrative Policy Documents

**5.1.6** All other Church adopted Polices and Procedures documents

**5.2** All elements of the "Church Policies and Procedures Manual" shall be maintained in the Church office in both electronic form and hard copy in a locked, fire-rated file, cabinet or safe.

**5.3** The Policies and Procedures Committee is responsible for ensuring that the manual is stored as stated above.

#### **Article 6. Amendments**

**6.1** These By-Laws may be amended at any regular Church Conference meeting of This Church or a special Church Conference meeting called for that purpose, providing that the suggested amendment has been proposed to This Church at least one month prior to the vote and that the membership was notified in writing by mail or through two consecutive Sunday bulletins.

**6.2** An affirmative vote of three-fourths (3/4) of those members present and voting is required to amend these By-Laws.

**6.3 Recent Revision Dates:**

- February 20, 2011 (Initial Adoption)